EXHIBIT B

Articles of Incorporation

and

Certificate of Authority to Transact Business

state of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

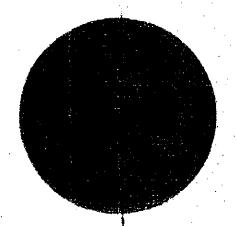
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Stonebridge Communications, Inc.

Corporate Charter Number: 110-888

Chapter Formed Under: 302A

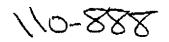
This certificate has been issued on 03/23/2001.



Mary Hiffmager State.

ARTICLES OF INCORPORATION

OF



Stonebridge Communications, Inc

The undersigned, a natural person of full age, for the purpose of forming a corporation under Minnesota Statutes, Chapter 302A, does hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation shall be Stonebridge Communications, Inc.

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ARTICLE II

REGISTERED OFFICE

The registered office of this corporation is located at 1711 West County Rd B, #330N, Roseville, MN 55113.

ARTICLE III

INCORPORATOR

The name and address of the incorporator is:
Andrew C Fraser
5501 LAkeland Avenue N, #102
Crystal, MN 55429

ARTICLE IV

CAPITAL

The aggregate number of share of stock which this corporation shall have the authority to issue is five thousand (5,000) share with a par value of One Dollar (\$1.00) per share.

ARTICLE V

SHAREHOLDER VOTING

No shareholder of this corporation shall be entitled to any cumulative voting rights.

ARTICLE VI

PREEMPTIVE RIGHTS

No shareholder of this corporation shall have any preferential, preemptive, or other rights of subscription to any shares of any class or series of stock of this corporation allotted or sold or to be allotted or sold, whether now or hereafter authorized, or to any obligations or securities convertible into any class or series of stock of this corporation.

ARTICLE VII

BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors is: Andrew C Fraser, 1711 West County Rd B, #330N, Roseville, MN 55113.

ARTICLE VIII

DIRECTOR LIABILITY

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for (i) liability based on a breach of the duty of loyalty to the corporation or the shareholders; (ii) liability for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law; (iii) liability based on the payment of an improper dividend or an improper repurchase of the corporation's stock under Minnesota Statutes, Section 302A.559, or on violations of federal or state securities laws; (iv) liability for any transaction from liability for any act or omission occurring prior to the date this Article VIII becomes effective. If Minnesota Statutes, Chapter 302A, hereafter is amended to authorize the further elimination or limitation of the liability or directors, then the liability of a director of the corporation in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Chapter 302A. Any repeal of this provision as a matter of law or any modification of this Article by the shareholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation on March 22, 2001.

INCORPORATOR:

Andrew C Frases

STATE OF MINNESOTA DEPARTMENT OF STATE

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1 215 633 8160 P.06 Form **BCA-13.15 APPLICATION FOR CERTIFICATE** OF AUTHORITY TO SUBMIT IN DUPLICATE! (Rev. Jan. 1999) TRANSACT BUSINESS IN ILLINOIS Jesse White, Secretary of State This space for use by This space for use by Secretary of State Department of Business Services Secretary of State Springfield, IL 62756 Date Telephone (217) 782-1834 http://www.sos.state.il.us Licenses Franchiso Tax \$ Payment must be made by certified check, cashiors check, Filing Fee Illinois attorney's check, Illinois Penalties S C.P.A.'s check or money order, Approved: payable to "Secretary of State." (a) CORPORATE NAME: _STONEBRIDGE COMMUNICATIONS, INC. (Complete item 1 (b) only if the corporate name is not available in this state.) (b) ASSUMED CORPORATE NAME: (By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.) 2. (a) State or Country of Incorporation: MINNESOTA (b) Date of Incorporation: 3/23/01 (c) Period of Duration: PERPETUAL Address of the principal office, wherever located: 3. (b) Address of principal office in Illinois: (if none, so state) 1711 WEST COUNTY RD. B, #330N NONE ROSEVILLE, MN 55113 Name and address of the registered agent and registered office in Illinois. Registered Agent _CORPORATION SERVICE COMPANY First Name Middle Name Last Name Registered Office 422 NORTH NORTHWEST HICHWAY, SUITE 150 Number Street Suite # PARK RIDGE, IL 60068 ZIP Code County States and countries in which it is admitted or qualified to transact business: (Include state of incorporation) 5. 6. Names and residential addresses of officers and directors:

Name No. & Street President TIMOTHY HENDRICKSON 7190 UPPER 157 ST. W, APPLE VALLEY, MN 55124 Secretary JAMES HOLMOUIST 2310 OAK GLEN CT., STILLWATER, MA 55082 Director JAMES HOLMQUIST 2310 OAK CLEN CT., STILLWATER, MA 55082 Director TIMOTHY HENDRICKSON 7190 UPPER 157 ST. W. APPLE VALLEY MN 55124 Director

7. Purpose or purposes proposed to be pursued in transacting business in this state:

(If not sufficient space to cover this point, add one or more sheets of this size.)

TELECOMMUNICATION SERVICES

8.	Auth	nonzed and issued shares	:			
				Number of Share		
	Clas		Par Value \$1,00	Authorized 5,900	1ssued 5,000	
	COMM	ON <u>-</u>	\$1.00	5,800	3,000	
9.	3. Paid-in Capital: \$5,000.00 ("Paid-in Capital" roplaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)					
10.	(a)	Give an estimate of the corporation for the follow	total value of all the ping year:	-	40,000	
	(b)	Give an estimate of the corporation for the follow	total value of all the p ing year that will be loc	roporty* of the ated in Illinois: \$	-0-	
	(c)	State the estimated total transacted by it everywhere	I business of the cor are for the following ye	poration to be sar: \$	231,562	
	(d)	State the estimated anni transacted by it at or fro Illinois:	ual business of the co m places of business	rporation to be in the State of \$	~ 15,000 <u>—</u>	
11.	Inter	errogatories: (Important - this section must be completed.) 1711 WEST COUNTY RD. B, #330N, ROSEVILLE, MN 55113				
**	(a) (b) (c) (d) (e)	Office or offices to which all contracts with the corporation are forwarded for final acceptance: / Number of shares of all classes owned by residents of Illinois: 0 Number of shares of all classes owned by non-residents of Illinois: 5,000 Is the corporation transacting business in this state at this time? No.				
12.	This the la	is application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.				
13.	The tunde	The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom the under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK.)				
	Date	d	<u>200</u> . 200 (Yea		DGE COMMUNICATIONS, INC. (Exact Name of Corporation)	
	41169	(Signature of Secre	tary or Assistant Secre	by <i>Traot</i>	lure of President or Vice President)	
		(Type or Pr	int Name and Title)	(Type or Print Name and Title)	

- PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.
- When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license form and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).